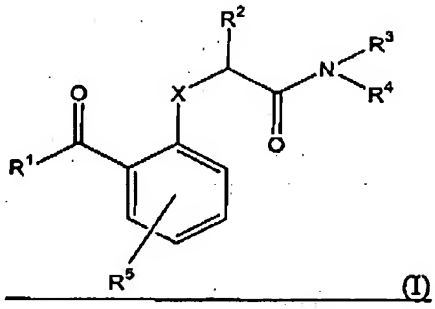
Amendments to the Claims:

Claim 1 canceled.

Claim 2 (currently amended) A compound of formula (I)



(I)

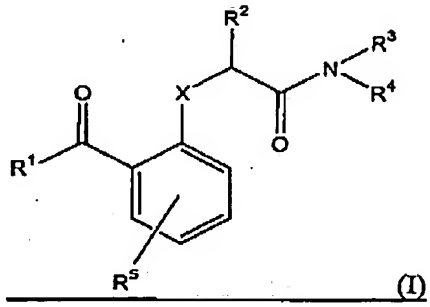
~~according to claim 1~~ wherein X is O; R^1 is C_{6-14}aryl substituted with one or more substituents selected from the group consisting of halogen, $-CF_3$, C_{1-8}alkyl, -CN, $-SR^6$, $-S(O)_2R^6$; or heterocycle, optionally substituted with one or more substituents selected from the group consisting of C_{1-8}alkyl, -CN, and C_{6-14}arylC_{1-8}alkyl; R^6 is C_{1-8}alkyl, optionally substituted with halogen; R^7 is C_{1-8} alkyl optionally substituted with one or more substituents selected from the group consisting of hydroxy; $-NH_2$, or heterocycle; R^2 is hydrogen; R^3 is hydrogen or C_{1-8} alkyl; R^4 is heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo, halogen, C_{1-6}alkyl, $-OR^{11}$ and $-SR^{10}N(R^{10})_2$, $S(O)_2NR^8R^9$; or C_{6-14}aryl substituted with one or more substituents selected from the group consisting of hydroxy, halogen, $-CF_3$, C_{1-8}alkyl, hydroxyC_{1-8}alkyl, -CN, $-NO_2$, $-C(O)NH_2$, $-S(O)R^7$, $-S(O)_2R^7$, $-S(O)_2NR^8R^9$, $-OR^{11}$, $-C(O)NR^{11}$, $-C(O)OR^{11}$, $-NR^{11}$, $-NC(O)R^{11}$, and heterocycle which may be optionally substituted with one or more substituents selected from the group consisting of oxo, C_{1-8}alkyl and heterocycleC_{1-8}alkyl; $R^8$and R^9 are the same or different and are selected from the group consisting of hydrogen, C_{1-8}alkyl, C_{1-8}alkylheterocycle, heterocycle, and C_{3-6}cycloalkyl; R^{10} is C_{1-8}alkyl; R^{11} is C_{1-8}alkyl, optionally substituted with $-SO_2NR^8R^9$; and R^5 is halogen or $-NO_2$; or a pharmaceutically acceptable derivative thereof.

Claim 3 (currently amended) A compound of formula (I) according to claim [[1]] 2 wherein X is O; R^1 is C_{6-14}aryl substituted with one or more substituents selected from the group consisting of halogen, $-CF_3$, C_{1-8}alkyl, and -CN; R^2 and R^3 are hydrogen; R^4 is C_{6-14}aryl substituted with one or more substituents selected from the group consisting of halogen, C_1.

Serial No. 10/070,084
Docket No. PU3517Usw
Reply to Office Action of October 9, 2003

$_8$alkyl, -CN, -NO_2, -S(O)R^7, -$S(O)_2R^7$, -$NS(O)_2R^7$, wherein R^7 is -NH_2; and R^5 is halogen; or a pharmaceutically acceptable derivative thereof.

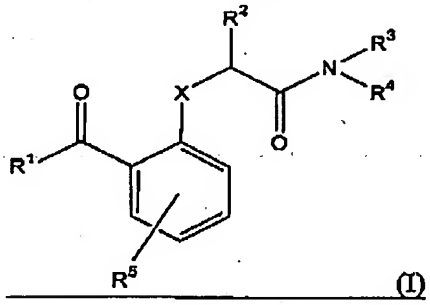
Claim 4 (currently amended) A compound of formula (I)



(I)

~~according to claim 1~~ wherein X is O; R^1 is C_{6-14}aryl which may be optionally substituted with one or more substituents selected from the group consisting of halogen, C_{1-8}alkyl, CF_3, -CN; R^2 and R^3 are hydrogen; R^4 is C_{6-14}aryl substituted with one or more substituents selected from the group consisting of C_{1-8}alkyl and $S(O)_2NR^8R^9$, wherein $R^8$and R^9 are independently selected from the group consisting of hydrogen, C_{3-6}cycloalkyl, C_{1-8}alkyl optionally substituted with one or more substituents selected from the group consisting of oxo, heterocycle, CN and C_{6-14}aryl optionally substituted with alkoxy, C_{1-8} alkylamino, C_{1-8}alkylheterocycle, heterocycle, heterocycleC_{1-8}alkyl, C_{3-6}cycloalkylC_{1-8}alkyl, and C_{3-6}cycloalkyl.

Claim 5 (currently amended) A compound of formula (I)

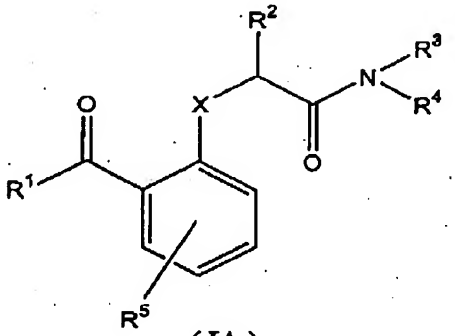


(I)

~~according to claim 1~~ wherein R^1 is C_{6-14}aryl substituted with one or more substituents selected from the group consisting of halogen, -CF_3, C_{1-8}alkyl, and -CN; R^2 and R^3 are hydrogen; R^4 is C_{6-14}aryl substituted with one or more substituents selected from the group consisting of halogen, C_{1-8}alkyl, -CN, -NO_2, -S(O)R^7, -$S(O)_2R^7$, -$NS(O)_2R^7$, wherein R^7 is -NH_2; and R^5

is halogen; or a pharmaceutically acceptable derivative thereof provided that when X is C; R^2 and R^3 are hydrogen; R^4 is C_{6-14}aryl substituted with halogen, CN, C_{1-8}alkyl, $-NO_2$; and R^5 is halogen, then R^1 cannot be C_{6-10}aryl substituted with alkoxy.

Claim 6 (original) A compound of formula (IA)



(IA)

wherein:

X is C, O, or N;

R^1 is C_{6-14}aryl which may be optionally substituted with one or more substituents selected from the group consisting of halogen, $-CF_3$, C_{1-8}alkyl, C_{1-8}alkylamino, alkoxy, C_{3-6}cycloalkylC_{2-6}alkenyl, C_{6-14}arylC_{2-6}alkenyl, -CN, $-NO_2$, $-NH_2$, $-SR^6$, $-S(O)_2R^6$, $-S(O)R^7$, $-S(O)_2R^7$, $-C(O)R^7$, C_{2-6}alkenyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, and heterocycle and C_{2-6}alkynyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, C_{3-6}cycloalkyl, and heterocycle;

R^6 is C_{1-8}alkyl optionally substituted with one or more substituents selected from the group consisting of hydroxyl, halogen, $-CF_3$, aryl, and heterocycle;

R^7 is C_{1-8} alkyl, optionally substituted with one or more substituents selected from the group consisting of hydroxy, halogen, aryl, C_{3-6}cycloalkyl and heterocycle; $-NH_2$; or heterocycle;

R^2 is hydrogen, halogen, or C_{1-8}alkyl;

R^3 is hydrogen;

R^4 is C_{6-14}aryl substituted with one or more substituents selected from the group consisting of hydroxy, halogen, $-CF_3$, C_{1-8}alkyl, hydroxyC_{1-8}alkyl, -CN, $-NO_2$, C_{1-8}alkylamino, heterocycleC_{1-8}alkyl, $-C(O)NH_2$, $-S(O)R^7$, $-S(O)_2R^7$, $-C(O)R^7$, $-NS(O)_2R^7$, $-S(O)_2NR^8R^9$, $-S(O)_2NHR^{11}$, $-S(O)_2R^{11}$, $-S(O)_2NR^7COR^{11}$, $-S(O)_2NHCOR^{11}$, $-S(O)_2[COR^{11}]_n$ wherein n is

1, 2, or 3, $-OR^{11}$, $-OR^{11}OR^{11}$, $-C(O)R^{11}$, $-C(O)NR^{11}$, $-C(O)OR^{11}$, $-NR^{11}$, $-NC(O)R^{11}$, heterocycleC_{2-6}alkenyl, heterocycle which may be optionally substituted with one or more substituents selected from the group consisting of oxo, C_{1-8}alkyl, and $C(O)OR^{11}$, and C_{1-8}alkyl which may be optionally substituted with one or more substituents selected from the group consisting of -CN and heterocycle, optionally substituted with $-C(O)R^{11}$;

$R^8$and R^9 are independently selected from the group consisting of hydrogen, C_{3-6}cycloalkyl, C_{1-8}alkyl optionally substituted with one or more substituents selected from the group consisting of oxo, heterocycle, CN and C_{6-14}aryl optionally substituted with alkoxy, C_{1-8} alkylamino, C_{1-8}alkylheterocycle, heterocycle, heterocycleC_{1-8}alkyl, C_{3-6}cycloalkylC_{1-8}alkyl, and C_{3-6}cycloalkyl;

R^{11} is C_{1-8}alkyl, optionally substituted with one or more substituents selected from the group consisting of hydrogen, hydroxy, halogen, C_{1-8}alkyl, C_{3-6}cycloalkyl, alkoxy, $-S(O)_2NR^8R^9$, $NCONH_2$, and heterocycle optionally substituted with one or more substituents selected from the group consisting of oxo, hydroxy, and C_{1-8}alkyl; heterocycle optionally substituted with heterocycleC_{1-8}alkyl; or C_{6-14}aryl optionally substituted with alkoxy;

R^5 is hydrogen, halogen, C_{1-8}alkyl, $-NO_2$, $-NH_2$, C_{1-8}alkylamino, CF_3, or alkoxy;

or a pharmaceutically acceptable derivative thereof provided that

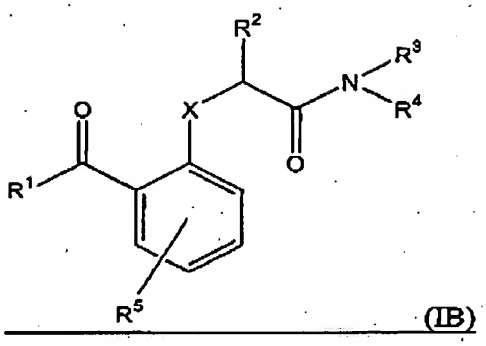
a) when X is C; R^2 is hydrogen, halogen or C_{1-8}alkyl; R^3 is hydrogen; R^4 is C_{6-14}aryl substituted with halogen, hydroxy, or C_{1-8}alkyl; R^5 is hydrogen, halogen, C_{1-8}alkyl, or alkoxy; then R^1 cannot be C_{1-8}alkyl, C_{3-6}cycloalkyl, or C_{6-14}aryl substituted with halogen, C_{1-8}alkyl, or C_{6-14}arylC_{2-6}alkenyl; and

(b) when X is C; R^2 is hydrogen or alkyl; R^3 is hydrogen; R^4 is C_{6-14}aryl substituted with halogen, CN, alkyl, or $-NO_2$; R^5 is hydrogen, $-NO_2$, or NH_2, then R^1 cannot be C_{10-14} aryl substituted with alkoxy.

Claim 7 (original) A compound of formula (IA) according to claim 6 wherein X is O; R^1 is C_{6-14}aryl substituted with one or more substituents selected from the group consisting of halogen, $-CF_3$, C_{1-8}alkyl, -CN, C_{2-6}alkenyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, and heterocycle and C_{2-6}alkynyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, C_{3-6}cycloalkyl, and heterocycle; R^2 and R^3 are hydrogen; R^4 is C_{6-14}aryl substituted with one or more substituents selected from the group consisting of C_{1-8}alkyl, $-S(O)_2R^7$, $-S(O)_2NR^8R^9$, $-OR^{11}$, heterocycleC_{2-6}alkenyl, and heterocycle which may be optionally substituted with oxo; and R^5 is halogen; or a pharmaceutically acceptable derivative thereof.

Claim 8 (canceled)

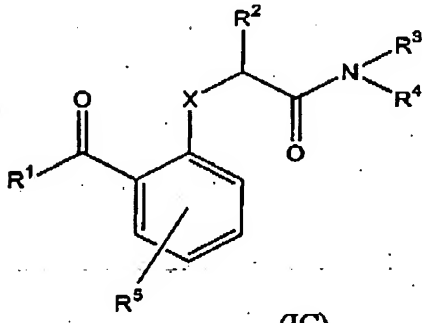
Claim 9 (currently amended) A compound of formula (IB)



(IB)

~~according to claim 8~~ wherein X is O; R^1 is C_{6-14}aryl substituted with one or more substituents selected from the group consisting of halogen, $-CF_3$, and -CN; R^2 is hydrogen; R^3 is hydrogen; R^4 is heterocycle; and R^5 is halogen; or a pharmaceutically acceptable derivative thereof.

Claim 10 (original) A compound of formula (IC)



(IC)

wherein:

X is C, O, or N;

R^1 is heterocycle, optionally substituted with one or more substituents selected from the group consisting of C_{1-8}alkyl, halogen, -CN, C_{6-14}arylC_{1-8}alkyl and heterocycle;

R^2 is hydrogen, halogen, or C_{1-8}alkyl;

R^3 is hydrogen;

R^4 is C_{6-14}aryl substituted with one or more substituents selected from the group consisting of hydroxy, halogen, $-CF_3$, C_{1-8}alkyl, hydroxyC_{1-8}alkyl, -CN, $-NO_2$, C_{1-8}alkylamino, heterocycleC_{1-8}alkyl, $-C(O)NH_2$, $-S(O)R^7$, $-S(O)_2R^7$, $-C(O)R^7$,

$-NS(O)_2R^7$, $-S(O)_2NR^8R^9$, $-S(O)_2NHR^{11}$, $-S(O)_2R^{11}$, $-S(O)_2NR^7COR^{11}$, $-S(O)_2NHCOR^{11}$, $-S(O)_2[COR^{11}]_n$ wherein n is 1, 2, or 3, $-OR^{11}$, $-OR^{11}OR^{11}$, $-C(O)R^{11}$, $-C(O)NR^{11}$, $-C(O)OR^{11}$, $-NR^{11}$, $-NC(O)R^{11}$, heterocycleC_{2-6}alkenyl, heterocycle which may be optionally substituted with one or more substituents selected from the group consisting of oxo, C_{1-8}alkyl, and $C(O)OR^{11}$, and C_{1-8}alkyl which may be optionally substituted with one or more substituents selected from the group consisting of -CN and heterocycle, optionally substituted with $-C(O)R^{11}$;

R^7 is C_{1-8} alkyl, optionally substituted with one or more substituents selected from the group consisting of hydroxy, halogen, aryl, C_{3-6}cycloalkyl and heterocycle; $-NH_2$; or heterocycle;

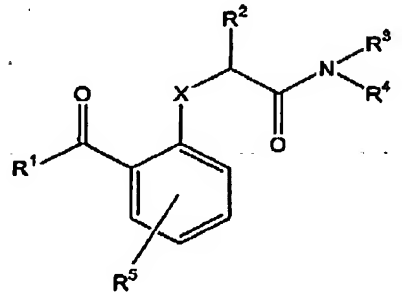
$R^8$and R^9 are independently selected from the group consisting of hydrogen, C_{3-6}cycloalkyl, C_{1-8}alkyl optionally substituted with one or more substituents selected from the group consisting of oxo, heterocycle, CN and C_{6-14}aryl optionally substituted with alkoxy, C_{1-8} alkylamino, C_{1-8}alkylheterocycle, heterocycle, heterocycleC_{1-8}alkyl, C_{3-6}cycloalkylC_{1-8}alkyl, and C_{3-6}cycloalkyl;

R^{11} is C_{1-8}alkyl, optionally substituted with one or more substituents selected from the group consisting of hydrogen, C_{1-8}alkyl, alkoxy, $-S(O)_2NR^8R^9$, $-NR^8R^9$, and heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo and C_{1-8}alkyl;

R^5 is hydrogen, halogen, C_{1-8}alkyl, $-NO_2$, $-NH_2$, C_{1-8}alkylamino, CF_3, or alkoxy;
or a pharmaceutically acceptable derivative thereof.

Claim 11 (original) A compound of formula (IC) according to claim 10 wherein X is O; R^1 is heterocycle, optionally substituted with -CN; R^2 and R^3 are hydrogen; R^4 is C_{6-14}aryl substituted with one or more substituents selected from the group consisting of C_{1-8}alkyl, $-S(O)_2NR^8R^9$, $-OR^{11}$, and heterocycle which may be optionally substituted with one or more substituents selected from the group consisting of oxo; and R^5 is halogen; or a pharmaceutically acceptable derivative thereof.

Claim 12 (original) A compound of formula (ID):



(II)

wherein:

X is C, O, or N;

R^1 is heterocycle, optionally substituted with one or more substituents selected from the group consisting of C_{1-8}alkyl, halogen, -CN, C_{6-14}arylC_{1-8}alkyl and heterocycle;

R^2 is hydrogen, halogen, or C_{1-8}alkyl;

R^3 and R^4 are independently hydrogen; hydroxy; heterocycle optionally substituted with one or more substituents selected from the group consisting of oxo, hydroxy, hydroxyC_{1-8}alkyl, halogen, C_{1-8}alkyl, $-OR^{11}$, $-S(O)_2NR^8R^9$, and $-SR^{10}N(R^{10})_2$; or R^3 and R^4 together with the nitrogen atom to which they are attached form a heterocycle which may be optionally substituted with C_{6-14}aryl, which may be optionally substituted with one or more substituents selected from the group consisting of C_{1-8}alkyl and $-NO_2$; provided that R^3 and R^4 cannot both be hydrogen or hydroxy;

$R^8$and R^9 are independently selected from the group consisting of hydrogen, C_{3-6}cycloalkyl, C_{1-8}alkyl optionally substituted with one or more substituents selected from the group consisting of oxo, heterocycle, CN and C_{6-14}aryl optionally substituted with alkoxy, C_{1-8} alkylamino, C_{1-8}alkylheterocycle, heterocycle, heterocycleC_{1-8}alkyl, C_{3-6}cycloalkylC_{1-8}alkyl, and C_{3-6}cycloalkyl;

R^{10} is C_{1-8}alkyl;

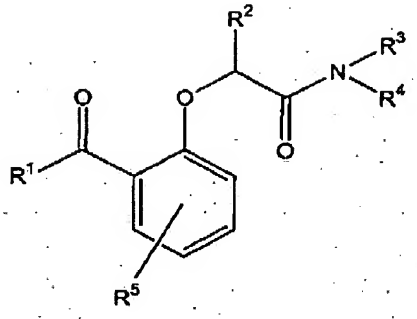
R^{11} is C_{1-8}alkyl, optionally substituted with one or more substituents selected from the group consisting of hydrogen, C_{1-8}alkyl, $-S(O)_2NR^8R^9$, and heterocycle optionally substituted with one or more substituents selected from the group consisting of oxo, and C_{1-8}alkyl;

R^5 is hydrogen, halogen, C_{1-8}alkyl, $-NO_2$, $-NH_2$, C_{1-8}alkylamino, CF_3, or alkoxy;
or a pharmaceutically acceptable derivative thereof.

Claim 13 (original) A compound of formula (II) according to claim 12 wherein X is O; R^1 is heterocycle; R^2 and R^3 are hydrogen; R^4 is heterocycle; and R^5 is halogen; or a pharmaceutically acceptable derivative thereof.

Claim 14 (previously presented) A compound according to claim 6 wherein X is O.

Claim 15 (original) A compound of formula (II):



(II)

wherein:

R^1 is C_{6-14}aryl which may be optionally substituted with one or more substituents selected from the group consisting of halogen, $-CF_3$, C_{1-8}alkyl, C_{1-8}alkylamino, alkoxy, C_{3-6}cycloalkylC_{2-6}alkenyl, C_{6-14}arylC_{2-6}alkenyl, -CN, $-NO_2$, $-NH_2$, $-SR^6$, $-S(O)_2R^6$, $-S(O)R^7$, $-S(O)_2R^7$, $-C(O)R^7$, C_{2-6}alkenyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, and heterocycle, and C_{2-6}alkynyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, C_{3-6}cycloalkyl, and heterocycle;

R^6 is C_{1-8}alkyl, optionally substituted with one or more substituents selected from the group consisting of hydroxy, halogen, $-CF_3$, aryl, and heterocycle;

R^7 is C_{1-8} alkyl, optionally substituted with one or more substituents selected from the group consisting of hydroxy, halogen, aryl, C_{3-6}cycloalkyl and heterocycle; $-NH_2$; or heterocycle;

R^2 is hydrogen, halogen, or C_{1-8}alkyl;

R^3 and R^4 form a heterocycle which may be optionally substituted with C_{6-14}aryl, which may be optionally substituted with one or more substituents selected from the group consisting of C_{1-8}alkyl and $-NO_2$;

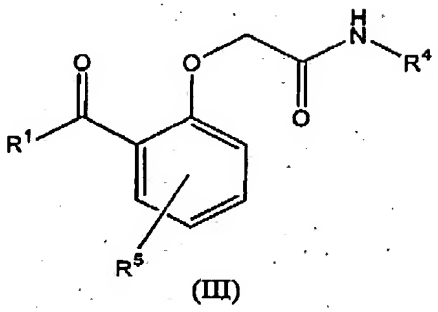
provided that when R^1 is unsubstituted C_{6-14}aryl, then R^3R^4 is substituted.

R^5 is hydrogen, halogen,C_{1-8}alkyl, $-NO_2$, $-NH_2$,C_{1-8}alkylamino, CF_3, or alkoxy;

or a pharmaceutically acceptable derivative thereof.

Claim 16 (original) A compound of formula (II) according to claim 15 wherein R^1 is C_{6-14}aryl which is substituted with halogen; R^2 is hydrogen; R^3 and R^4 form a heterocycle which may be optionally substituted with C_{6-14}aryl, which may be optionally substituted with one or more substituents selected from the group consisting of C_{1-8}alkyl and $-NO_2$; and R^5 is halogen; or a pharmaceutically acceptable derivative thereof.

Claim 17 (original) A compound of formula (III):



(III)

wherein:

R^1 is C_{6-14}aryl which may be optionally substituted with one or more substituents selected from the group consisting of halogen, $-CF_3$, C_{1-8}alkyl, C_{1-8}alkylamino, alkoxy, C_{3-6}cycloalkylC_{2-6}alkenyl, C_{6-14}arylC_{2-6}alkenyl, -CN, $-NO_2$, $-NH_2$, $-SR^6$, $-S(O)_2R^6$, $-S(O)R^7$, $-S(O)_2R^7$, $-C(O)R^7$, C_{2-6}alkenyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, and heterocycle, and C_{2-6}alkynyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, C_{3-6}cycloalkyl, and heterocycle; or heterocycle, optionally substituted with one or more substituents selected from the group consisting of C_{1-8}alkyl, -CN, C_{6-14}arylC_{1-8}alkyl and heterocycle;

R^6 is C_{1-8}alkyl, optionally substituted with one or more substituents selected from the group consisting of hydroxy, halogen, $-CF_3$, aryl, and heterocycle;

R^7 is C_{1-8} alkyl, optionally substituted with one or more substituents selected from the group consisting of hydroxy, halogen, aryl, C_{3-6}cycloalkyl and heterocycle; $-NH_2$; or heterocycle;

R^4 is heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo, hydroxy, hydroxyC_{1-8}alkyl, halogen, C_{1-8}alkyl, $-OR^{11}$ and $-SR^{10}N(R^{10})_2$; or C_{6-14}aryl substituted with one or more substituents selected from the group consisting of hydroxy, halogen, $-CF_3$, C_{1-8}alkyl, hydroxyC_{1-8}alkyl, -CN, $-NO_2$, C_{1-8}alkylamino, heterocycleC_{1-8}alkyl, $-C(O)NH_2$, $-S(O)R^7$, $-S(O)_2R^7$, $-C(O)R^7$, $-NS(O)_2R^7$, $-S(O)_2NR^8R^9$, $-OR^{11}$, $-S(O)_2NHR^{11}$, $S(O)_2R^{11}$, $OR^{11}OR^{11}$, $-C(O)R^{11}$, $-C(O)NR^{11}$, $-C(O)OR^{11}$, $-NR^{11}$, $-NC(O)R^{11}$, heterocycleC_{2-6}alkenyl, heterocycle which may be optionally substituted with one or more substituents selected from the group consisting of oxo, C_{1-8}alkyl, and $-C(O)OR^{11}$, and C_{1-8}alkyl which may be optionally substituted with one or more substituents selected from the group consisting of -CN and heterocycle, optionally substituted with $-C(O)R^{11}$;

$R^8$and R^9 are independently selected from the group consisting of hydrogen; C_{3-6}cycloalkyl; C_{1-8}alkyl optionally substituted with on or more substituents selected from

the group consisting of oxo, heterocycle, CN and C_{6-14}aryl optionally substituted with alkoxy, C_{1-8} alkylamino, C_{1-8}alkylheterocycle, heterocycle, heterocycleC_{1-8}alkyl, C_{3-6}cycloalkylC_{1-8}alkyl, and C_{3-6}cycloalkyl; or $-C(O)NH_2$;

R^{10} is C_{1-8}alkyl;

R^{11} is C_{1-8}alkyl, optionally substituted with one or more substituents selected from the group consisting of hydrogen, C_{1-8}alkyl, alkoxy, $-S(O)_2NR^8R^9$, $-NR^8R^9$ and heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo and C_{1-8}alkyl;

R^5 is hydrogen; halogen; C_{1-8}alkyl; $-NO_2$; $-NH_2$; C_{1-8}alkylamino; CF_3, or alkoxy;
or a pharmaceutically acceptable derivative thereof,
provided that:

(a) when R^4 is C_{6-14}aryl substituted with OR^{11} wherein R^{11} is NR^8R^9 wherein R^8 and R^9 are C_{1-8}alkyl, and R^1 is C_{6-14}aryl, then R^1 cannot be substituted in the para position, and

(b) R^1 and R^4 cannot both be unsubstituted.

Claim 18 (original) A compound of formula (III) according to claim 17 wherein R^1 is C_{6-14}aryl substituted with one or more substituents selected from the group consisting of halogen, $-CF_3$, C_{1-8}alkyl, -CN, $-SR^6$, $-S(O)_2R^6$; or heterocycle, optionally substituted with one or more substituents selected from the group consisting of C_{1-8}alkyl, -CN, and C_{6-14}arylC_{1-8}alkyl; R^6 is C_{1-8}alkyl, optionally substituted with halogen; R^7 is C_{1-8} alkyl, optionally substituted with one or more substituents selected from the group consisting of hydroxy, $-NH_2$, or heterocycle; R^4 is heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo, halogen, C_{1-8}alkyl, $-OR^{11}$ and $-SR^{10}N(R^{10})_2$; or C_{6-14}aryl substituted with one or more substituents selected from the group consisting of hydroxy, $-CF_3$, C_{1-8}alkyl, hydroxyC_{1-8}alkyl, -CN, $-NO_2$, $-C(O)NH_2$, $-S(O)_2R^7$, $-S(O)_2NR^8R^9$, $-OR^{11}$, $-C(O)NR^{11}$, $-C(O)OR^{11}$, $-NR^{11}$, $-NC(O)R^{11}$, heterocycle which may be optionally substituted with one or more substituents selected from the group consisting of oxo and C_{1-8}alkyl; $R^8$and R^9 are the same or different and are selected from the group consisting of hydrogen, C_{1-8}alkyl, C_{1-8}alkylheterocycle, heterocycle, and C_{3-6}cycloalkyl; R^{10} is C_{1-8}alkyl; R^{11} is C_{1-8}alkyl, optionally substituted with $-S(O)_2NR^8R^9$; and R^5 is halogen or $-NO_2$, or a pharmaceutically acceptable derivative thereof.

Claim 19 (original) A compound of formula (III) according to claim 17 wherein R^1 is C_{6-14}aryl substituted with one or more substituents selected from the group consisting of halogen, $-CF_3$, C_{1-8}alkyl, and -CN; R^4 is C_{6-14}aryl substituted with one or more substituents selected from the group consisting of halogen, C_{1-8}alkyl, -CN, $-NO_2$, $-S(O)R^7$, $-S(O)_2R^7$, $-NS(O)_2R^7$, wherein R^7 is $-NH_2$; and R^5 is halogen; or a pharmaceutically acceptable derivative thereof.

Claim 20 (previously presented) A compound according claim 4 wherein

R^1 is phenyl which is substituted in the *meta* position with one or more substituents selected from the group consisting of halogen, $-CF_3$, C_{1-8}alkyl, C_{1-8}alkylamino, alkoxy, C_{3-6}cycloalkylC_{2-6}alkenyl, C_{6-14}arylC_{2-6}alkenyl, -CN, $-NO_2$, $-NH_2$, $-SR^6$, $-S(O)_2R^6$, $-S(O)R^7$, $-S(O)_2R^7$, $-C(O)R^7$, C_{2-6}alkenyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, and heterocycle, and C_{2-6}alkynyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, C_{3-6}cycloalkyl, and heterocycle;

R^2 is hydrogen;

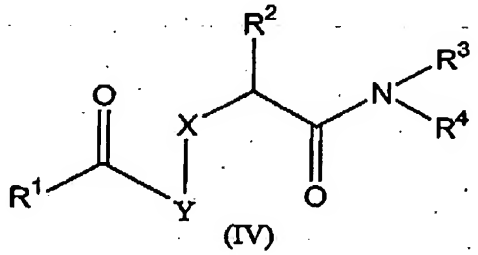
R^3 is hydrogen;

R^4 is phenyl substituted in the *ortho* position with a substituent selected from the group consisting of hydroxy, halogen, $-CF_3$, or C_{1-8}alkyl and substituted at the *para* position with a substituent selected from the group consisting of hydroxy, halogen, $-CF_3$, C_{1-8}alkyl, hydroxyC_{1-8}alkyl, -CN, $-NO_2$, C_{1-8}alkylamino, heterocycleC_{1-8}alkyl, $-C(O)NH_2$, $-S(O)R^7$, $-S(O)_2R^7$, $-C(O)R^7$, $-NS(O)_2R^7$, $-S(O)_2NR^8R^9$, $-S(O)_2NHR^{11}$, $-SO_2R^{11}$, $-OR^{11}$, $-C(O)R^{11}$, $-C(O)NR^{11}$, $-C(O)OR^{11}$, $-NR^{11}$, $-NC(O)R^{11}$, heterocycleC_{2-6}alkenyl, heterocycle which may be optionally substituted with one or more substituents selected from the group consisting of oxo, C_{1-8}alkyl, and $C(O)OR^{11}$, and C_{1-8}alkyl which may be optionally substituted with one or more substituents selected from the group consisting of -CN and heterocycle, optionally substituted with $-C(O)R^{11}$;

R^5 is a substituent in the *para* position relative to X and is selected from the group consisting of halogen, C_{1-8}alkyl, $-NO_2$, $-NH_2$, C_{1-8}alkylamino, CF_3, or alkoxy;

R^{11} is C_{1-8}alkyl, optionally substituted with one or more substituents selected from the group consisting of hydrogen, C_{1-8}alkyl, $-S(O)_2NR^8R^9$, $-NR^8R^9$, and heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo and C_{1-8}alkyl; or a pharmaceutically acceptable derivative thereof.

Claim 21 (original) A compound of formula (IV)



(IV)

wherein:

X is C, O, or N;

Y is heterocycle optionally substituted with one or more substituents selected from the group consisting of halogen, C_{1-8}alkyl, $-NO_2$, $-NH_2$, C_{1-8}alkylamino, $-CF_3$, or alkoxy;

R^1 is C_{1-8}alkyl; C_{3-6}cycloalkyl; C_{6-14}aryl which may be optionally substituted with one or more substituents selected from the group consisting of halogen, $-CF_3$, C_{1-8}alkyl, C_{1-8}alkylamino, C_{3-6}cycloalkylC_{2-6}alkenyl, C_{6-14}arylC_{2-6}alkenyl, -CN, $-NO_2$, $-NH_2$, $-SR^6$, $-S(O)_2R^6$, $-S(O)R^7$, $-S(O)_2R^7$, $-C(O)R^7$, C_{2-6}alkenyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, and heterocycle, and C_{2-6}alkynyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, C_{3-6}cycloalkyl, and heterocycle; or heterocycle, optionally substituted with one or more substituents selected from the group consisting of C_{1-8}alkyl, -CN, C_{6-14}arylC_{1-8}alkyl and heterocycle;

R^6 is C_{1-8}alkyl, optionally substituted with one or more substituents selected from the group consisting of hydroxy, halogen, $-CF_3$, aryl, and heterocycle;

R^7 is C_{1-8} alkyl, optionally substituted with one or more substituents selected from the group consisting of hydroxy, halogen, aryl, C_{3-6}cycloalkyl and heterocycle; $-NH_2$; or heterocycle;

R^2 is hydrogen, halogen, or C_{1-8}alkyl;

R^3 and R^4 are independently hydrogen; hydroxy; heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo, hydroxy, hydroxyC_{1-8}alkyl, halogen, C_{1-8}alkyl, OR^{11} and $-SR^{10}N(R^{10})_2$; or C_{6-14}aryl substituted with one or more substituents selected from the group consisting of hydroxy, halogen, $-CF_3$, C_{1-8}alkyl, hydroxyC_{1-8}alkyl, -CN, $-NO_2$, C_{1-8}alkylamino, heterocycleC_{1-8}alkyl, $-C(O)NH_2$, $-S(O)R^7$, $-S(O)_2R^7$, $-C(O)R^7$, $-NSO_2R^7$, $-S(O)_2NR^8R^9$, $-OR^{11}$, $-C(O)R^{11}$, $-C(O)NR^{11}$, $-C(O)OR^{11}$, $-NR^{11}$, $-NC(O)R^{11}$, heterocycleC_{2-6}alkenyl, heterocycle which may be optionally substituted with one or more substituents selected from the group consisting of oxo, C_{1-8}alkyl, and $C(O)OR^{11}$, and C_{1-8}alkyl which may be optionally substituted with one or more substituents selected from the group consisting of -CN and heterocycle, optionally substituted with $-C(O)R^{11}$; provided that R^3 and R^4 cannot both be hydrogen or hydroxy;

R^8 and R^9 are independently selected from the group consisting of hydrogen, C_{1-8}alkyl, C_{1-8} alkylamino, C_{1-8}alkylheterocycle, heterocycle, and C_{3-6}cycloalkyl;

R^{10} is C_{1-8}alkyl;

R^{11} is C_{1-8}alkyl, optionally substituted with one or more substituents selected from the group consisting of hydrogen, C_{1-8}alkyl, $-SO_2NR^8R^9$, and heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo and C_{1-8}alkyl;

R^5 is hydrogen, halogen, C_{1-8}alkyl, $-NO_2$, $-NH_2$, C_{1-8}alkylamino, CF_3, or alkoxy;

or a pharmaceutically acceptable derivative thereof.

Claim 22 (original) A compound of formula (IV) according to claim 21 wherein Y is a heterocycle substituted with one or more substituents selected from the group consisting of halogen, C_{1-8}alkyl, $-NO_2$, $-NH_2$, C_{1-8}alkylamino, $-CF_3$, or alkoxy; or a pharmaceutically acceptable derivative thereof. More preferred compounds of formula (IV) are compounds wherein X is O. Most preferred compounds of formula (IV) are those wherein X is O and Y is a heterocycle substituted with one or more substituents selected from the group consisting of halogen, C_{1-8}alkyl, $-NO_2$, $-NH_2$, C_{1-8}alkylamino, $-CF_3$, or alkoxy; or a pharmaceutically acceptable derivative thereof.

Claim 23 (original) A compound selected from the group consisting of:

2-[2-(1-benzothiophen-2-ylcarbonyl)-4-chlorophenoxy]-N-phenylacetamide;

2-(2-benzoyl-4-chlorophenoxy)-N-[4-(1H-imidazol-1-yl)phenyl]acetamide;

2-[4-chloro-2-(2-thienylcarbonyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

2-(2-benzoyl-4-chlorophenoxy)-N-[4-(1H-1,2,4-triazol-1-yl)phenyl]acetamide;

2-(2-benzoyl-4-chlorophenoxy)-N-[4-(4-morpholinyl)phenyl]acetamide;

N-[4-(aminosulfonyl)phenyl]-2-(2-benzoyl-4-chlorophenoxy)acetamide;

2-(2-benzoyl-4-chlorophenoxy)-N-{4-[(1,3-thiazol-2-ylamino)sulfonyl]phenyl}acetamide;

2-(2-benzoyl-4-chlorophenoxy)-N-[4-(4-methyl-1-piperazinyl)phenyl]acetamide;

2-(2-benzoyl-4-chlorophenoxy)-N-[4-(hydroxymethyl)phenyl]acetamide;

2-(2-benzoyl-4-chlorophenoxy)-N-{4-[(methylamino)sulfonyl]phenyl}acetamide;

2-(2-benzoyl-4-chlorophenoxy)-N-[4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

2-(2-benzoyl-4-chlorophenoxy)-N-[4-(1,1-dioxo-1lambda~6~,4-thiazinan-4-yl)phenyl]acetamide;

2-(2-benzoyl-4-chlorophenoxy)-N-[2-methyl-4-(4-morpholinyl)phenyl]acetamide;

2-(2-benzoyl-4-chlorophenoxy)-N-{4-[3-(dimethylamino)propoxy]-2-methylphenyl}acetamide;

2-(2-benzoyl-4-chlorophenoxy)-N-[4-(1-hydroxyethyl)phenyl]acetamide;

2-(2-benzoyl-4-chlorophenoxy)-N-[4-(1-hydroxyethyl)phenyl]acetamide;

2-(2-benzoyl-4-chlorophenoxy)-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

2-(2-benzoyl-4-chlorophenoxy)-N-{2-methyl-4-[3-(1-pyrrolidinyl)propoxy]phenyl}acetamide;

2-(2-benzoyl-4-chlorophenoxy)-N-(1H-indazol-5-yl)acetamide;

2-(2-benzoyl-4-chlorophenoxy)-N-{2-methyl-4-[3-(4-morpholinyl)propoxy]phenyl}acetamide;

2-(2-benzoyl-4-chlorophenoxy)-N-{4-[3-(1H-imidazol-1-yl)propoxy]-2-methylphenyl}acetamide;

2-(2-benzoyl-4-chlorophenoxy)-N-(1H-indazol-6-yl)acetamide;

2-[4-chloro-2-(2-thienylcarbonyl)phenoxy]-N-(1H-indazol-5-yl)acetamide;

2-[4-chloro-2-(2-furoyl)phenoxy]-N-(1H-indazol-5-yl)acetamide;

2-[4-chloro-2-(3-thienylcarbonyl)phenoxy]-N-(1H-indazol-5-yl)acetamide;

2-[4-chloro-2-(2-thienylcarbonyl)phenoxy]-N-{2-methyl-4-[3-(4-morpholinyl)propoxy]phenyl}acetamide;

2-[4-chloro-2-(2-thienylcarbonyl)phenoxy]-N-[4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

2-(2-benzoyl-4-chlorophenoxy)-N-{2-methyl-4-[3-(1-oxo-1lambda~4~,4-thiazinan-4-yl)propoxy]phenyl}acetamide;

2-[4-chloro-2-(2-furoyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-(2-benzoyl-4-chlorophenoxy)acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(2-thienylcarbonyl)phenoxy]acetamide;

2-[2-(1-benzofuran-2-ylcarbonyl)-4-chlorophenoxy]-N-phenylacetamide

2-[4-chloro-2-(1,3-thiazol-2-ylcarbonyl)phenoxy]-N-phenylacetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(2-furoyl)phenoxy]acetamide;

2-[4-chloro-2-(2-furoyl)phenoxy]-N-(1H-indazol-6-yl)acetamide;

2-[4-chloro-2-(3-furoyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

2-[4-chloro-2-(3-thienylcarbonyl)phenoxy]-N-[4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

2-[4-chloro-2-(3-thienylcarbonyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

2-{4-chloro-2-[(1-methyl-1H-pyrrol-2-yl)carbonyl]phenoxy}-N-phenylacetamide;

2-(4-chloro-2-{[5-(2-pyridinyl)-2-thienyl]carbonyl}phenoxy)-N-phenylacetamide;

2-[4-chloro-2-(1,3-thiazol-2-ylcarbonyl)phenoxy]-N-(1H-indazol-5-yl)acetamide;

2-[4-chloro-2-(1,3-thiazol-2-ylcarbonyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

2-[4-chloro-2-(3-cyanobenzoyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

2-[4-chloro-2-(3-pyridinylcarbonyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

2-[2-(2-bromobenzoyl)-4-chlorophenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

2-[2-(4-bromobenzoyl)-4-chlorophenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[2-(2-bromobenzoyl)-4-chlorophenoxy]acetamide;

2-{4-chloro-2-[(5-methyl-3-isoxazolyl)carbonyl]phenoxy}-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

2-[4-chloro-2-(3-fluorobenzoyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

2-[4-chloro-2-(3-chlorobenzoyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-cyanobenzoyl)phenoxy]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-fluorobenzoyl)phenoxy]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-chlorobenzoyl)phenoxy]acetamide;

2-{4-chloro-2-[(4-cyano-2-thienyl)carbonyl]phenoxy}-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-{4-chloro-2-[(4-cyano-2-thienyl)carbonyl]phenoxy}acetamide;

2-{4-chloro-2-[3-(trifluoromethyl)benzoyl]phenoxy}-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

2-[2-(3-bromobenzoyl)-4-chlorophenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

2-[4-chloro-2-(3,5-difluorobenzoyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[2-(3-bromobenzoyl)-4-chlorophenoxy]acetamide;

2-[4-chloro-2-(3-methylbenzoyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

2-[4-chloro-2-(3-cyanobenzoyl)phenoxy]-N-(5-methyl-1H-indazol-6-yl)acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-pyridinylcarbonyl)phenoxy]acetamide;

2-[4-chloro-2-(3-cyanobenzoyl)phenoxy]-N-{2-methyl-4-[3-(1-pyrrolidinyl)propoxy]phenyl}acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-{4-chloro-2-[(1-methyl-1H-imidazol-2-yl)carbonyl]phenoxy}acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(1,3-thiazol-2-ylcarbonyl)phenoxy]acetamide;

2-[4-chloro-2-(3,5-difluorobenzoyl)phenoxy]-N-{2-methyl-4-[3-(1-pyrrolidinyl)propoxy]phenyl}acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3,5-difluorobenzoyl)phenoxy]acetamide;

2-{4-chloro-2-[3-fluoro-5-(trifluoromethyl)benzoyl]phenoxy}-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide

N-(1,3-benzothiazol-6-yl)-2-(2-benzoyl-4-chlorophenoxy)acetamide

2-(4-chloro-2-{3-[(trifluoromethyl)sulfanyl]benzoyl}phenoxy)-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide

2-[4-chloro-2-(3-ethynylbenzoyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

2-[4-chloro-2-(3,5-dichlorobenzoyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3,5-dichlorobenzoyl)phenoxy]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-{4-chloro-2-[3-fluoro-5-(trifluoromethyl)benzoyl]phenoxy}acetamide;

N-(1,3-benzothiazol-6-yl)-2-[4-chloro-2-(3,5-difluorobenzoyl)phenoxy]acetamide

2-[4-chloro-2-(3-cyanobenzoyl)phenoxy]-N-(2-methyl-1,3-benzothiazol-5-yl)acetamide

N-[4-(aminosulfonyl)-2-methylphenyl]-2-(4-chloro-2-{3-[(trifluoromethyl)sulfanyl]benzoyl}phenoxy)acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-ethynylbenzoyl)phenoxy]acetamide;

2-(2-benzoyl-4-chlorophenoxy)-N-[4-(methylsulfonyl)phenyl]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-{4-chloro-2-[3-(2-cyclopentylethynyl)benzoyl]phenoxy}acetamide;

2-{4-chloro-2-[3-fluoro-5-(trifluoromethyl)benzoyl]phenoxy}-N-(5-methyl-1H-indazol-6-yl)acetamide;

2-[4-chloro-2-(3,5-dichlorobenzoyl)phenoxy]-N-(5-methyl-1H-indazol-6-yl)acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-{4-chloro-2-[3-(2-phenylethynyl)benzoyl]phenoxy}acetamide;

2-[4-chloro-2-(3,5-difluorobenzoyl)phenoxy]-N-(5-methyl-1H-indazol-6-yl)acetamide;

2-[4-chloro-2-(3,5-difluorobenzoyl)phenoxy]-N-[2-methyl-4-(methylsulfonyl)phenyl]acetamide;

N-(1,2-benzisothiazol-5-yl)-2-[4-chloro-2-(3-cyanobenzoyl)phenoxy]acetamide;

2-[4-chloro-2-(3,5-dichlorobenzoyl)phenoxy]-N-(5-methyl-1H-benzimidazol-6-yl)acetamide;

2-[4-chloro-2-(3,5-difluorobenzoyl)phenoxy]-N-(5-methyl-1H-benzimidazol-6-yl)acetamide;

2-{4-chloro-2-[3-fluoro-5-(trifluoromethyl)benzoyl]phenoxy}-N-(5-methyl-1H-benzimidazol-6-yl)acetamide

2-[4-chloro-2-(3,5-difluorobenzoyl)phenoxy]-1-(2,3-dihydro-1H-indol-1-yl)-1-ethanone;

2-[4-chloro-2-(3-cyanobenzoyl)phenoxy]-N-[2-methyl-4-(methylsulfonyl)phenyl]acetamide;

2-[4-chloro-2-(3-ethynylbenzoyl)phenoxy]-N-[2-methyl-4-(methylsulfonyl)phenyl]acetamide;

N-{4-[3-(aminosulfonyl)propoxy]-2-methylphenyl}-2-[4-chloro-2-(3,5-difluorobenzoyl)phenoxy]acetamide;

2-{2-[3,5-bis(trifluoromethyl)benzoyl]-4-chlorophenoxy}-N-(5-methyl-1H-benzimidazol-6-yl)acetamide;

2-{2-[(5-bromo-3-pyridinyl)carbonyl]-4-chlorophenoxy}-N-(5-methyl-1H-benzimidazol-6-yl)acetamide;

2-{4-chloro-2-[3-fluoro-5-(trifluoromethyl)benzoyl]phenoxy}-N-(6-methyl-1,3-benzothiazol-5-yl)acetamide;

N-{4-[3-(aminosulfonyl)propoxy]-2-methylphenyl}-2-{4-chloro-2-[3-fluoro-5-(trifluoromethyl)benzoyl]phenoxy}acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-(4-chloro-2-{3-[(trifluoromethyl)sulfonyl]benzoyl}phenoxy)acetamide;

2-[4-chloro-2-(3,5-difluorobenzoyl)phenoxy]-N-[4-(1,3-thiazol-2-yl)phenyl]acetamide

2-[4-chloro-2-(3,5-difluorobenzoyl)phenoxy]-N-[4-(1,3-oxazol-2-yl)phenyl]acetamide

2-[4-chloro-2-(3,5-difluorobenzoyl)phenoxy]-N-{4-[(3-hydroxypropyl)sulfonyl]-2-methylphenyl}acetamide;

2-{4-chloro-2-[3-fluoro-5-(trifluoromethyl)benzoyl]phenoxy}-N-(2-methyl-4-{3-[(methylamino)sulfonyl]propoxy}phenyl)acetamide;

2-{4-chloro-2-[3-fluoro-5-(trifluoromethyl)benzoyl]phenoxy}-N-(4-{3-[(dimethylamino)sulfonyl]propoxy}-2-methylphenyl)acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-{2-[(5-bromo-3-pyridinyl)carbonyl]-4-chlorophenoxy}acetamide;

2-{4-chloro-2-[3-fluoro-5-(trifluoromethyl)benzoyl]phenoxy}-N-{4-[3-(1H-imidazol-1-yl)propoxy]-2-methylphenyl}acetamide;

2-{4-chloro-2-[3-fluoro-5-(trifluoromethyl)benzoyl]phenoxy}-N-{2-methyl-4-[(E)-4-(1-pyrrolidinyl)-1-butenyl]phenyl}acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-cyano-5-fluorobenzoyl)phenoxy]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-cyano-5-methylbenzoyl)phenoxy]acetamide;

N-[6-(aminosulfonyl)-4-methyl-3-pyridinyl]-2-[4-chloro-2-(3-cyano-5-methylbenzoyl)phenoxy]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-chloro-5-cyanobenzoyl)phenoxy]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3,5-dimethylbenzoyl)phenoxy]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-cyano-5-ethylbenzoyl)phenoxy]acetamide;

2-[4-chloro-2-(3-cyano-5-methylbenzoyl)phenoxy]-*N*-{4-[3-(2,5-dihydro-1*H*-pyrrol-1-yl)propoxy]-2-methylphenyl}acetamide hydrochloride;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-chloro-5-methylbenzoyl)phenoxy]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3,5-dichlorobenzoyl)phenoxy]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-{4-chloro-2-[(6-cyano-2-pyridinyl)carbonyl]phenoxy}acetamide;

N-[6-(aminosulfonyl)-2-methyl-3-pyridinyl]-2-[4-chloro-2-(3-cyano-5-methylbenzoyl)phenoxy]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3,5-dicyanobenzoyl)phenoxy]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-{4-chloro-2-[3-cyano-5-(trifluoromethyl)benzoyl]phenoxy}acetamide;

and pharmaceutically acceptable derivatives thereof.

Claim 24 (original) A compound selected from the group consisting of compound number 7, 32, 33, 36, 38, 44, 45, 49, 51, 52, 61, 65, 66, 71, 75, 76, 111, 112, 115, 118, 119, 128, 129, 171, 172, 191, 192, 199, 200, 206, 207, 224, 225, 232, 233, 235, 236, 246, 247, 253, 254, 255, 256, 259, 260, 261, 262, 264, 265, 267, 268, 288, 289, 290, 409, 412, 428, 430, 431, 433, 491, 564, 587, 475, 478, 498, 593, 483, 637, 503, 601, 658 and pharmaceutically acceptable derivatives thereof.

Claim 25 (original) A compound selected from the group consisting of:
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-cyanobenzoyl)phenoxy]acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-fluoro-5-(trifluoromethyl)benzoyl]acetamide;
N-{4-[3-(aminosulfonyl)propoxy] -2-methylphenyl}-2-{4-chloro-2-[3-fluoro-5-(trifluomethyl)benzoyl]phenoxy}acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-cyano-5-fluorobenzoyl)phenoxy]acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-cyano-5-methylbenzoyl)phenoxy]acetamide;
N-[6-(aminosulfonyl)-4-methyl-3-pyridinyl]-2-[4-chloro-2-(3-cyano-5-methylbenzoyl)phenoxy]acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-chloro-5-cyanobenzoyl)phenoxy]acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3,5-dimethylbenzoyl)phenoxy]acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-cyano-5-ethylbenzoyl)phenoxy]acetamide;
2-[4-chloro-2-(3-cyano-5-methylbenzoyl)phenoxy]-*N*-{4-[3-(2,5-dihydro-1*H*-pyrrol-1-yl)propoxy]-2-methylphenyl}acetamide hydrochloride;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-chloro-5-methylbenzoyl)phenoxy]acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3,5-dichlorobenzoyl)phenoxy]acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-{4-chloro-2-[(6-cyano-2-pyridinyl)carbonyl]phenoxy}acetamide;
N-[6-(aminosulfonyl)-2-methyl-3-pyridinyl]-2-[4-chloro-2-(3-cyano-5-methylbenzoyl)phenoxy]acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3,5-dicyanobenzoyl)phenoxy]acetamide;
and pharmaceutically acceptable derivatives thereof.

Claim 26 (previously presented) A compound according to claim 4 wherein R^1 is C_{6-14} aryl substituted in the meta position, particularly with halogen and wherein R^3 is hydrogen and R^4 is C_{6-14}aryl substituted with C_{1-8}alkyl, in particular methyl.

Claim 27 (previously presented) A method of treatment of a viral infection in a mammal comprising administering to said mammal an antivirally effective amount of a compound according to claim 2.

Claim 28 (original) The method according to claim 27 wherein the viral infection is an HIV infection.

Claim 29 (previously presented) A method of inhibiting HIV reverse transcriptase comprising administering to a mammal an effective amount of a compound according to any of claim 2.

Claim 30 (previously presented) A method of preventing HIV infection, or of treating HIV infection, comprising administering to a mammal an effective amount of a compound according to claim 2.

Claim 31 (canceled)

Claim 32 (canceled)

Claim 33 (canceled)

Claim 34 (previously presented) A pharmaceutical composition comprising an effective amount of a compound according to claim 2 together with a pharmaceutically acceptable carrier.

Claim 35 (original) A pharmaceutical composition according to claim 34 in the form of a tablet or capsule.

Claim 36 (original) A pharmaceutical composition according to claim 34 in the form of a liquid.

Claim 37 (canceled)

Claim 38 (previously presented) A compound according to claim 6 wherein

R^1 is phenyl which is substituted in the *meta* position with one or more substituents selected from the group consisting of halogen, $-CF_3$, C_{1-8}alkyl, C_{1-8}alkylamino, alkoxy, C_{3-6}cycloalkylC_{2-6}alkenyl, C_{6-14}arylC_{2-6}alkenyl, -CN, $-NO_2$, $-NH_2$, $-SR^6$, $-S(O)_2R^6$, $-S(O)R^7$, $-S(O)_2R^7$, $-C(O)R^7$, C_{2-6}alkenyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, and heterocycle, and C_{2-6}alkynyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, C_{3-6}cycloalkyl, and heterocycle;

R^2 is hydrogen;

R^3 is hydrogen;

R^4 is phenyl substituted in the *ortho* position with a substituent selected from the group consisting of hydroxy, halogen, $-CF_3$, or C_{1-8}alkyl and substituted at the *para* position with a substituent selected from the group consisting of hydroxy, halogen, $-CF_3$, C_{1-8}alkyl, hydroxyC_{1-8}alkyl, -CN, $-NO_2$, C_{1-8}alkylamino, heterocycleC_{1-8}alkyl, $-C(O)NH_2$, $-S(O)R^7$, $-S(O)_2R^7$, $-C(O)R^7$, $-NS(O)_2R^7$, $-S(O)_2NR^8R^9$, $-S(O)_2NHR^{11}$, $-SO_2R^{11}$, $-OR^{11}$, $-C(O)R^{11}$, $-C(O)NR^{11}$, $-C(O)OR^{11}$, $-NR^{11}$, $-NC(O)R^{11}$, heterocycleC_{2-6}alkenyl, heterocycle which may

be optionally substituted with one or more substituents selected from the group consisting of oxo, C_{1-8}alkyl, and C(O)OR^{11}, and C_{1-8}alkyl which may be optionally substituted with one or more substituents selected from the group consisting of -CN and heterocycle, optionally substituted with -C(O)R^{11};

R^5 is a substituent in the *para* position relative to X and is selected from the group consisting of halogen, C_{1-8}alkyl, -NO_2, -NH_2, C_{1-8}alkylamino, CF_3, or alkoxy;

R^{11} is C_{1-8}alkyl, optionally substituted with one or more substituents selected from the group consisting of hydrogen, C_{1-8}alkyl, -$S(O)_2NR^8R^9$, -NR^8R^9, and heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo and C_{1-8}alkyl; or a pharmaceutically acceptable derivative thereof.

Claim 39 (previously presented) A compound according to claim 7 wherein

R^1 is phenyl which is substituted in the *meta* position with one or more substituents selected from the group consisting of halogen, -CF_3, C_{1-8}alkyl, C_{1-8}alkylamino, alkoxy, C_{3-6}cycloalkylC_{2-6}alkenyl, C_{6-14}arylC_{2-6}alkenyl, -CN, -NO_2, -NH_2, -SR^6, -$S(O)_2R^6$, -$S(O)R^7$, -$S(O)_2R^7$, -$C(O)R^7$, C_{2-6}alkenyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, and heterocycle, and C_{2-6}alkynyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, C_{3-6}cycloalkyl, and heterocycle;

R^2 is hydrogen;

R^3 is hydrogen;

R^4 is phenyl substituted in the *ortho* position with a substituent selected from the group consisting of hydroxy, halogen, -CF_3, or C_{1-8}alkyl and substituted at the *para* position with a substituent selected from the group consisting of hydroxy, halogen, -CF_3, C_{1-8}alkyl, hydroxyC_{1-8}alkyl, -CN, -NO_2, C_{1-8}alkylamino, heterocycleC_{1-8}alkyl, -C(O)NH_2, -$S(O)R^7$, -$S(O)_2R^7$, -$C(O)R^7$, -$NS(O)_2R^7$, -$S(O)_2NR^8R^9$, -$S(O)_2NHR^{11}$, -SO_2R^{11}, -OR^{11}, -$C(O)R^{11}$, -C(O)NR^{11}, -C(O)OR^{11}, -NR^{11}, -$NC(O)R^{11}$, heterocycleC_{2-6}alkenyl, heterocycle which may be optionally substituted with one or more substituents selected from the group consisting of oxo, C_{1-8}alkyl, and C(O)OR^{11}, and C_{1-8}alkyl which may be optionally substituted with one or more substituents selected from the group consisting of -CN and heterocycle, optionally substituted with -C(O)R^{11};

R^5 is a substituent in the *para* position relative to X and is selected from the group consisting of halogen, C_{1-8}alkyl, -NO_2, -NH_2, C_{1-8}alkylamino, CF_3, or alkoxy;

R^{11} is C_{1-8}alkyl, optionally substituted with one or more substituents selected from the group consisting of hydrogen, C_{1-8}alkyl, -$S(O)_2NR^8R^9$, -NR^8R^9, and heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo and C_{1-8}alkyl; or a pharmaceutically acceptable derivative thereof.

Claim 40 (previously presented) A compound according to claim 17 wherein

R^1 is phenyl which is substituted in the *meta* position with one or more substituents selected from the group consisting of halogen, $-CF_3$, C_{1-8}alkyl, C_{1-8}alkylamino, alkoxy, C_{3-6}cycloalkylC_{2-6}alkenyl, C_{6-14}arylC_{2-6}alkenyl, -CN, $-NO_2$, $-NH_2$, $-SR^6$, $-S(O)_2R^6$, $-S(O)R^7$, $-S(O)_2R^7$, $-C(O)R^7$, C_{2-6}alkenyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, and heterocycle, and C_{2-6}alkynyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, C_{3-6}cycloalkyl, and heterocycle;

R^2 is hydrogen;

R^3 is hydrogen;

R^4 is phenyl substituted in the *ortho* position with a substituent selected from the group consisting of hydroxy, halogen, $-CF_3$, or C_{1-8}alkyl and substituted at the *para* position with a substituent selected from the group consisting of hydroxy, halogen, $-CF_3$, C_{1-8}alkyl, hydroxyC_{1-8}alkyl, -CN, $-NO_2$, C_{1-8}alkylamino, heterocycleC_{1-8}alkyl, $-C(O)NH_2$, $-S(O)R^7$, $-S(O)_2R^7$, $-C(O)R^7$, $-NS(O)_2R^7$, $-S(O)_2NR^8R^9$, $-S(O)_2NHR^{11}$, $-SO_2R^{11}$, $-OR^{11}$, $-C(O)R^{11}$, $-C(O)NR^{11}$, $-C(O)OR^{11}$, $-NR^{11}$, $-NC(O)R^{11}$, heterocycleC_{2-6}alkenyl, heterocycle which may be optionally substituted with one or more substituents selected from the group consisting of oxo, C_{1-8}alkyl, and $C(O)OR^{11}$, and C_{1-8}alkyl which may be optionally substituted with one or more substituents selected from the group consisting of -CN and heterocycle, optionally substituted with $-C(O)R^{11}$;

R^5 is a substituent in the *para* position relative to X and is selected from the group consisting of halogen, C_{1-8}alkyl, $-NO_2$, $-NH_2$, C_{1-8}alkylamino, CF_3, or alkoxy;

R^{11} is C_{1-8}alkyl, optionally substituted with one or more substituents selected from the group consisting of hydrogen, C_{1-8}alkyl, $-S(O)_2NR^8R^9$, $-NR^8R^9$, and heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo and C_{1-8}alkyl; or a pharmaceutically acceptable derivative thereof.

Claim 41 (previously presented) A compound according to claim 18 wherein

R^1 is phenyl which is substituted in the *meta* position with one or more substituents selected from the group consisting of halogen, $-CF_3$, C_{1-8}alkyl, C_{1-8}alkylamino, alkoxy, C_{3-6}cycloalkylC_{2-6}alkenyl, C_{6-14}arylC_{2-6}alkenyl, -CN, $-NO_2$, $-NH_2$, $-SR^6$, $-S(O)_2R^6$, $-S(O)R^7$, $-S(O)_2R^7$, $-C(O)R^7$, C_{2-6}alkenyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, and heterocycle, and C_{2-6}alkynyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, C_{3-6}cycloalkyl, and heterocycle;

R^2 is hydrogen;

R^3 is hydrogen;

R^4 is phenyl substituted in the *ortho* position with a substituent selected from the group consisting of hydroxy, halogen, $-CF_3$, or C_{1-8}alkyl and substituted at the *para* position with a substituent selected from the group consisting of hydroxy, halogen, $-CF_3$, C_{1-8}alkyl, hydroxyC_{1-8}alkyl, -CN, $-NO_2$, C_{1-8}alkylamino, heterocycleC_{1-8}alkyl, $-C(O)NH_2$, $-S(O)R^7$, $-S(O)_2R^7$, $-C(O)R^7$, $-NS(O)_2R^7$, $-S(O)_2NR^8R^9$, $-S(O)_2NHR^{11}$, $-SO_2R^{11}$, $-OR^{11}$, $-C(O)R^{11}$, $-C(O)NR^{11}$, $-C(O)OR^{11}$, $-NR^{11}$, $-NC(O)R^{11}$, heterocycleC_{2-6}alkenyl, heterocycle which may be optionally substituted with one or more substituents selected from the group consisting of oxo, C_{1-8}alkyl, and $C(O)OR^{11}$, and C_{1-8}alkyl which may be optionally substituted with one or more substituents selected from the group consisting of -CN and heterocycle, optionally substituted with $-C(O)R^{11}$;

R^5 is a substituent in the *para* position relative to X and is selected from the group consisting of halogen, C_{1-8}alkyl, $-NO_2$, $-NH_2$, C_{1-8}alkylamino, CF_3, or alkoxy;

R^{11} is C_{1-8}alkyl, optionally substituted with one or more substituents selected from the group consisting of hydrogen, C_{1-8}alkyl, $-S(O)_2NR^8R^9$, $-NR^8R^9$, and heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo and C_{1-8}alkyl; or a pharmaceutically acceptable derivative thereof.

Claim 42 (previously presented) A compound according to claim 19 wherein

R^1 is phenyl which is substituted in the *meta* position with one or more substituents selected from the group consisting of halogen, $-CF_3$, C_{1-8}alkyl, C_{1-8}alkylamino, alkoxy, C_{3-6}cycloalkylC_{2-6}alkenyl, C_{6-14}arylC_{2-6}alkenyl, -CN, $-NO_2$, $-NH_2$, $-SR^6$, $-S(O)_2R^6$, $-S(O)R^7$, $-S(O)_2R^7$, $-C(O)R^7$, C_{2-6}alkenyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, and heterocycle, and C_{2-6}alkynyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, C_{3-6}cycloalkyl, and heterocycle;

R^2 is hydrogen;

R^3 is hydrogen;

R^4 is phenyl substituted in the *ortho* position with a substituent selected from the group consisting of hydroxy, halogen, $-CF_3$, or C_{1-8}alkyl and substituted at the *para* position with a substituent selected from the group consisting of hydroxy, halogen, $-CF_3$, C_{1-8}alkyl, hydroxyC_{1-8}alkyl, -CN, $-NO_2$, C_{1-8}alkylamino, heterocycleC_{1-8}alkyl, $-C(O)NH_2$, $-S(O)R^7$, $-S(O)_2R^7$, $-C(O)R^7$, $-NS(O)_2R^7$, $-S(O)_2NR^8R^9$, $-S(O)_2NHR^{11}$, $-SO_2R^{11}$, $-OR^{11}$, $-C(O)R^{11}$, $-C(O)NR^{11}$, $-C(O)OR^{11}$, $-NR^{11}$, $-NC(O)R^{11}$, heterocycleC_{2-6}alkenyl, heterocycle which may be optionally substituted with one or more substituents selected from the group consisting of oxo, C_{1-8}alkyl, and $C(O)OR^{11}$, and C_{1-8}alkyl which may be optionally substituted with one or more substituents selected from the group consisting of -CN and heterocycle, optionally substituted with $-C(O)R^{11}$;

R^5 is a substituent in the *para* position relative to X and is selected from the group consisting of halogen, C_{1-8}alkyl, $-NO_2$, $-NH_2$, C_{1-8}alkylamino, CF_3, or alkoxy;
R^{11} is C_{1-8}alkyl, optionally substituted with one or more substituents selected from the group consisting of hydrogen, C_{1-8}alkyl, $-S(O)_2NR^8R^9$, $-NR^8R^9$, and heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo and C_{1-8}alkyl; or a pharmaceutically acceptable derivative thereof.

Claim 43 (previously presented) A compound according to claim 6 wherein R^1 is C_{6-14} aryl substituted in the meta position, particularly with halogen and wherein R^3 is hydrogen and R^4 is C_{6-14}aryl substituted with C_{1-8}alkyl, in particular methyl.

Claim 44 (previously presented) A compound according to claim 7 wherein R^1 is C_{6-14} aryl substituted in the meta position, particularly with halogen and wherein R^3 is hydrogen and R^4 is C_{6-14}aryl substituted with C_{1-8}alkyl, in particular methyl.

Claim 45 (previously presented) A compound according to claim 17 wherein R^1 is C_{6-14} aryl substituted in the meta position, particularly with halogen and wherein R^3 is hydrogen and R^4 is C_{6-14}aryl substituted with C_{1-8}alkyl, in particular methyl.

Claim 46 (previously presented) A compound according to claim 18 wherein R^1 is C_{6-14} aryl substituted in the meta position, particularly with halogen and wherein R^3 is hydrogen and R^4 is C_{6-14}aryl substituted with C_{1-8}alkyl, in particular methyl.

Claim 47 (previously presented) A compound according to claim 19 wherein R^1 is C_{6-14} aryl substituted in the meta position, particularly with halogen and wherein R^3 is hydrogen and R^4 is C_{6-14}aryl substituted with C_{1-8}alkyl, in particular methyl.

Claim 48 (previously presented) A method of treatment of a viral infection in a mammal comprising administering to said mammal an antivirally effective amount of a compound according to claim 4.

Claim 49 (previously presented) A method of treatment of a viral infection in a mammal comprising administering to said mammal an antivirally effective amount of a compound according to claim 23.

Claim 50 (previously presented) A method of inhibiting HIV reverse transcriptase comprising administering to a mammal an effective amount of a compound according to claim 4.

Claim 51 (previously presented) A method of inhibiting HIV reverse transcriptase comprising administering to a mammal an effective amount of a compound according to claim 23.

Claim 52 (previously presented) A method of preventing HIV infection, or of treating HIV infection, comprising administering to a mammal an effective amount of a compound according to claim 4.

Claim 53 (previously presented) A method of preventing HIV infection, or of treating HIV infection, comprising administering to a mammal an effective amount of a compound according to claim 23.

Claim 54 (previously presented) A pharmaceutical composition comprising an effective amount of a compound according to claim 4 together with a pharmaceutically acceptable carrier.

Claim 55 (previously presented) A pharmaceutical composition comprising an effective amount of a compound according to claim 23 together with a pharmaceutically acceptable carrier.